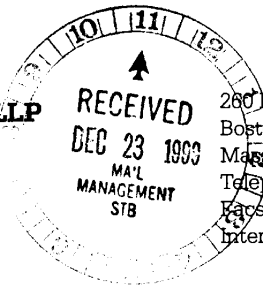


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December 22, 1999

RECORDATION NO. 18905-LL FILED

BY OVERNIGHT DELIVERY

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

JAN - 3 '00 18-48 AM

SURFACE TRANSPORTATION BOARD

Re: Recordation No. 18905-A

Dear Mr. Williams:

On behalf of Bank of America N.A., successor in interest to NationsBank, N.A., which is the successor in interest to NationsBank of Virginia, N.A., I submit for filing and recording under 49 U.S.C. §11301(a) and the regulations applicable thereunder, one original and one copy of a secondary document, not previously recorded, entitled Full Release and Termination of Security Agreement under Recordation No. 18905 ("Full Termination") made as of December 20, 1999.

The party to the enclosed Full Termination is:

Bank of America N.A.,
(successor in interest to
NationsBank, N.A.,
which is the successor in interest to
NationsBank of Virginia, N.A.)
231 South LaSalle Street
Chicago, IL 60697

RELEASING PARTY

FULL RELEASE AND TERMINATION
OF

RECORDATION NO. 18905-LL FILED

JAN - 3 '00 1 8-48 AM

SECURITY AGREEMENT UNDER RECORDATION NO. ~~18905-LL~~ SURFACE TRANSPORTATION BOARD

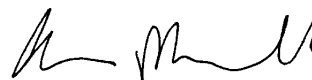
THIS FULL RELEASE AND TERMINATION is made as of this 20th day of
December, 1999, by BANK OF AMERICA N.A. ("B of A"), as Agent for itself and certain other
Lenders, as the successor in interest to NATIONSBANK, N.A., which is the successor in interest
to NATIONSBANK OF VIRGINIA, N.A.

WHEREAS, NationsBank of Virginia, N.A. (as predecessor in interest to B of A), as
secured party, and Helm-Atlantic Associates Limited Partnership, as debtor, entered into that
certain Security Agreement dated as of July 20, 1994, recorded July 20, 1994 with the Surface
Transportation Board under Recordation No. 18905;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of
which is acknowledged, B of A hereby terminates, releases and discharges the aforesaid Security
Agreement and all of its interest in and to all railroad equipment covered by the aforesaid
document.

IN WITNESS WHEREOF, the party hereto has executed this Full Release and
Termination as of the day, month and year first hereinabove written.

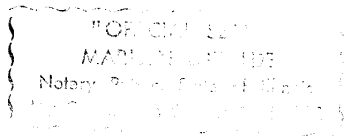
BANK OF AMERICA N.A., as Agent

By: 
Name: Chas McDowell
Title: Principal

STATE OF ILLINOIS)
) ss:
COUNTY OF COOK)

On this 13th day of December, 1999 before me personally appeared
CHAS McBOWEN, to me personally known, who by me duly sworn, says that he/she is the
PRINCIPAL of Bank of America N.A. ("Bank"), that the foregoing instrument was
signed on behalf of Bank by authority of its Board of Directors, and he/she acknowledged that
the execution of the foregoing instrument was the free act and deed of Bank.

In witness whereof, I have hereunto set my hand and official seal.



Madeline Kozlowski
Notary Public
[SEAL]
My commission expires:

RECORDATION NO. 18905LL FILED

JAN - 3 '00 18-48 AM

CERTIFICATION OF TRUE COPY

SURFACE TRANSPORTATION BOARD

I, Faith N. Krasnow, hereby certify that I have compared the attached copy of the document entitled "Full Release and Termination of Security Agreement" dated December 20, 1999 by Bank of America, N.A., as Agent, with the executed original counterpart thereof and find the attached copy to be complete and identical in all respects to the original document.

I declare under penalty of perjury that the foregoing is true and correct.

December 22, 1999


Faith N. Krasnow

*Attorney for Bank of America, N.A.
(successor in interest to NationsBank, N.A.,
which is the successor in interest to
NationsBank of Virginia, N.A.), for the
purpose of this filing*